

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
CENTRAL DIVISION

DONALD P. SPEAKMAN, STEPHEN H.
WEDEL, and MARK L. ROBARE,
Individually and On Behalf of All Others
Similarly Situated,

Plaintiffs,

v.

ALLMERICA FINANCIAL LIFE INS. &
ANNUITY CO., FIRST ALLMERICA
FINANCIAL LIFE INS. CO., and
ALLMERICA FINANCIAL CORP.,

Defendants.

Civil Action No. 4:04-cv-40077-FDS

**SUPPLEMENTAL AFFIDAVIT OF
BRETT R. BUDZINSKI IN SUPPORT OF ALLMERICA'S OPPOSITION
TO MOTION OF JORDAN P. GATES FOR RELIEF FROM JUDGMENT**

I, Brett R. Budzinski, declare and state as follows:

1. I am an associate at the law firm of Wilmer Cutler Pickering Hale and Dorr LLP, counsel for Allmerica Financial Life Insurance & Annuity Company, First Allmerica Financial Life Insurance Company, and The Hanover Insurance Group, Inc. formerly known as Allmerica Financial Corporation (collectively, "Allmerica" or "Defendants") in the above-captioned action. I am an attorney in good standing admitted to the bars of the Commonwealth of Massachusetts and this Court.

2. I submit this affidavit based on my personal knowledge, and where I lack personal knowledge, based on information available to me.

A. GATES' PERFORMANCE IN THE TRAIL PROGRAM

3. Jordan Gates has been in default on his DAC Note since the first quarter of 2003. Since that time, his quarterly Trail Commissions and other payments have been insufficient to make the required quarterly payments on his DAC Note. For example, in 2005, Mr. Gates' Gross Trail Commissions amounted to \$1,530.28, far less than his required DAC Note payments of \$7,677.60.

B. CAREER AGENT TERMINATION

4. In November 2002, AFLIAC sent letters to all of its Career Agents informing them, inter alia, that it was canceling all of their Career Agent Agreements effective December 31, 2002. A copy of that letter is attached hereto as Exhibit A.

I declare, under the pains and penalties of perjury that the foregoing is true and correct.

Executed on January 5, 2007.

/s/ Brett R. Budzinski

Brett R. Budzinski

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served on this 5th day of January 2007 by overnight mail on:

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/s/ Brett R. Budzinski
Brett R. Budzinski